

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	
	:	Chapter 11
	:	Case No. 23-11618-MEW
4D Factory, Inc., et al.	:	
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Debtors ¹ .	:	
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**SECOND STIPULATION AND ORDER BETWEEN THE DEBTORS AND MEP
CAPITAL HOLDINGS III, L.P. REGARDING DISCOVERY AND
SCHEDULING IN CONNECTION WITH PLAN CONFIRMATION HEARING**

WHEREAS, MEP Capital Holdings III, L.P. (“MEP”), is a secured creditor in the above-captioned action;

WHEREAS, on February 5, 2025, Debtors filed their First Amended Plan of Reorganization Under Subchapter V of Chapter 11 of the Bankruptcy Code (Dkt. 159, the “Amended Plan”);

WHEREAS, on March 4, 2025, this Court so-ordered a stipulation and scheduling order between Debtors and MEP (together, the “Parties”) (Dkt. 164, the “Scheduling Order”) concerning the voting and objection deadlines on the Amended Plan and scheduling the confirmation hearing on the Amended Plan for April 3, 2025 at 11:00 a.m. (the “Confirmation Hearing”);

WHEREAS, on March 20, 2025, MEP filed a Motion to Determine that MEP’s Security Interest Continues to Attach to the Debtors’ Equity Interest in the Centili Entity, or in the Alternative for an Order Granting Replacement Liens or other Adequate Protection (Dkt. 175, the “Adequate Protection Motion”);

¹ The debtors in these Chapter 11 (Subchapter V) cases are 4D Factory Inc. and The 4D Factory LLC (the “Debtors”).

WHEREAS, on March 20, 2025, MEP also filed a Motion for Postpetition Interest, Fees, and Costs and Expenses Pursuant to 11 U.S.C. § 506(b) (Dkt. 176, the “Postpetition Interest and Fees Motion”);

WHEREAS, on March 20, 2025, Debtors filed a Motion to Designate the Vote of MEP on the Amended Plan (Dkt. 177, the “Motion to Designate”);

WHEREAS, the hearing date for each of the Adequate Protection Motion, the Postpetition Interest and Fees Motion, and the Motion to Designate is April 3, 2025;

WHEREAS, on March 24, 2025, Debtors filed a letter with this Court requesting (1) a telephonic discovery conference between MEP and Debtors; and (2) the adjournment of the return date for the Adequate Protection Motion and the Postpetition Interest and Fees Motion until a date after the Confirmation Hearing (Dkt. 179, “Debtors’ March 24, 2025 Letter”);

WHEREAS, on March 24, 2025, MEP filed a reply to Debtors’ March 24, 2025 Letter, objecting to Debtors’ discovery requests and the adjournment of the Adequate Protection Motion and the Postpetition Interest and Fees Motion (Dkt. 180, “MEP’s March 24, 2025 Letter”);

WHEREAS, on March 24, 2025, this Court held a conference with the Parties concerning the discovery disputes and outstanding motions filed by the Parties, noted that the hearing for MEP’s Adequate Protection Motion and Postpetition Interest and Fees Motion would be the same date as the Confirmation Hearing, and advised the Parties to meet and confer regarding the possibility of a continuance of the Confirmation Hearing and related matters;

WHEREAS, the Parties wish to engage in settlement discussions, and believe that a one-week extension of all present deadlines in this action will facilitate those discussions;

**IT IS NOW, THEREFORE, HEREBY STIPULATED BETWEEN AND AMONG
THE UNDERSIGNED COUNSEL AND ORDERED,** as follows:

1. Unless otherwise adjourned by consent of the parties and/or order of the Court, the Court will hold the Confirmation Hearing on the Amended Plan on **April 10, 2025 at 11:00 a.m.** in person in Room 617 at the United States Bankruptcy Court for the Southern District of New York. On or before March 26, 2025, the Debtors will provide notice by email to all creditors and parties in interest and file the notice on the docket of the adjournment of the Confirmation Hearing.

2. Unless otherwise adjourned by consent of the parties and/or order of the Court, the hearing on MEP's Adequate Protection Motion will be held on **April 10, 2025 at 11:00 a.m.** in person in Room 617 at the United States Bankruptcy Court for the Southern District of New York.

3. Unless otherwise adjourned by consent of the parties and/or order of the Court, the deadline for Debtors to file a response, if any, to the Adequate Protection Motion shall be extended from March 27, 2025 to April 3, 2025. The deadline for MEP to file its reply to the response, if any, is April 7, 2025.

4. The hearing on MEP's Postpetition Interest and Fees Motion will be held on **April 10, 2025 at 11:00 a.m.** in person in Room 617 at the United States Bankruptcy Court for the Southern District of New York.

5. The deadline for Debtors to file a response, if any, to the Postpetition Interest and Fees Motion, shall be extended from March 27, 2025 to April 3, 2025. The deadline for MEP to file its reply to the response, if any, is April 7, 2025.

6. Unless otherwise adjourned by consent of the parties and/or order of the Court, the hearing on Debtors' Motion to Designate will be held on **April 10, 2025 at 11:00 a.m.** in person in Room 617 at the United States Bankruptcy Court for the Southern District of New York.

7. The deadline for MEP to file its response to the Motion to Designate, if any, shall be extended from March 27, 2025 to April 3, 2025. The deadline for Debtors to file their reply to the response, if any, is April 7, 2025.

8. The deposition of Debtors' expert witness, Jeffrey R. Manning, Sr., CTP of Silver Birch, shall be taken on April 1, 2025.

9. The deadline for MEP to produce documents pursuant to the Court's rulings at the conference on March 24, 2025 and any additional responsive documents and a privilege log shall be April 1, 2025.

10. The deadline for Debtors to produce any additional responsive documents and a privilege log shall be April 1, 2025.

11. In the event of a dispute over discovery, the Parties' counsel shall promptly confer to attempt in good faith to resolve the dispute. If, notwithstanding their good faith efforts to do so, they are unable to resolve a discovery issue, they shall promptly inform the Court by letter of the nature of the dispute and request a telephonic discovery conference.

12. MEP shall exercise any election under 11 U.S.C. §1111(b) that it is entitled to make on or before April 1, 2025. To the extent the Debtors have any rights in regard to the election including, without limitation, under the Bankruptcy Code and Bankruptcy Rules, they are reserved.

13. If Debtors intend to file an amendment to the Amended Plan, Debtors shall file such amendment on or before March 28, 2025.

14. MEP's objections to confirmation of the Amended Plan (or any amendment thereto), in the form outlined by the Court in the Scheduling Order, shall be made by 5:00 p.m. on April 3, 2025.

15. The Debtors may file a reply to MEP's objections by 5:00 p.m. on April 7, 2025.

16. Each of Debtors' and MEP's witness and exhibit lists for the Confirmation Hearing shall be exchanged and filed with the Court by no later than April 7, 2025.

17. While the Parties are participating in settlement discussions, each of MEP and Debtors shall not file any new contested matters, adversary proceedings, or motions related to the above-captioned Chapter 11 case until April 1, 2025.

18. Unless otherwise adjourned by consent of the parties and/or order of the Court, the hearing on MEP's Motion to Remove Debtors as Debtors in Possession pursuant to 11 U.S.C. § 1185(a) (Dkt. 125, the "Removal Motion") shall be postponed to **April 24, 2025 at 11:00 a.m.**

19. Debtors' objections, if any, to the Removal Motion shall be made by 5:00 p.m. on April 17, 2025, unless the hearing on the Removal Motion is rescheduled before that date, in which case the parties will meet and confer as to a new objection date based upon the new hearing date.

20. This Order does not limit rights available to the parties under the Bankruptcy Code or the Federal Rules of Bankruptcy Procedure regarding contested matters.

Dated: March 25, 2025

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Attorneys for MEP Capital Holdings, III L.P.

SO ORDERED:

Dated: New York, New York
March 27, 2025

/s/ Michael E. Wiles
HON. MICHAEL E. WILES
UNITED STATES BANKRUPTCY JUDGE